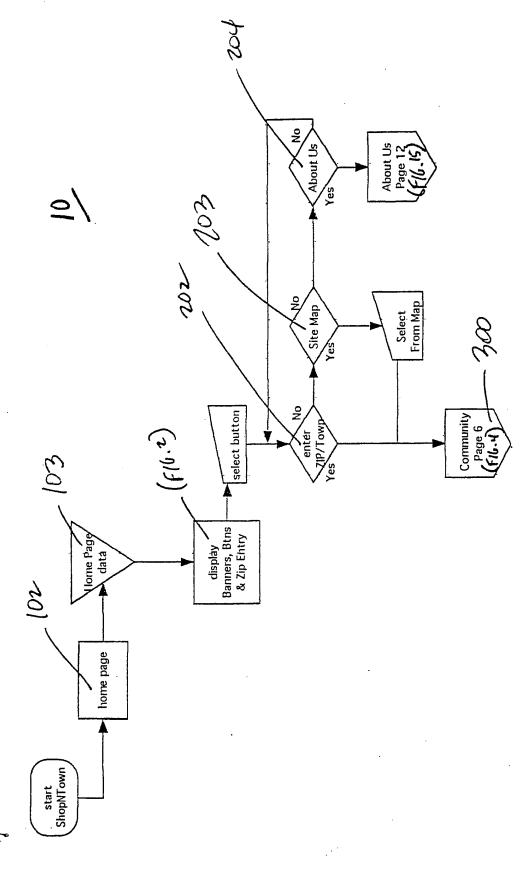
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ShopNTown.com Home Page. Shoppers may go to any community in the U.S. by entering a Zip Code, Town and State name, or by selecting a location via a Site Map. Community shopping is the key to ShopNTown.com's success. Customers (merchants) my put their Website in specific Categories in specific Communities. The Customer uses our automated entry system anytime they want to expand their businesses marketing program. Target placement of Websites will be the success of Internet commerce.

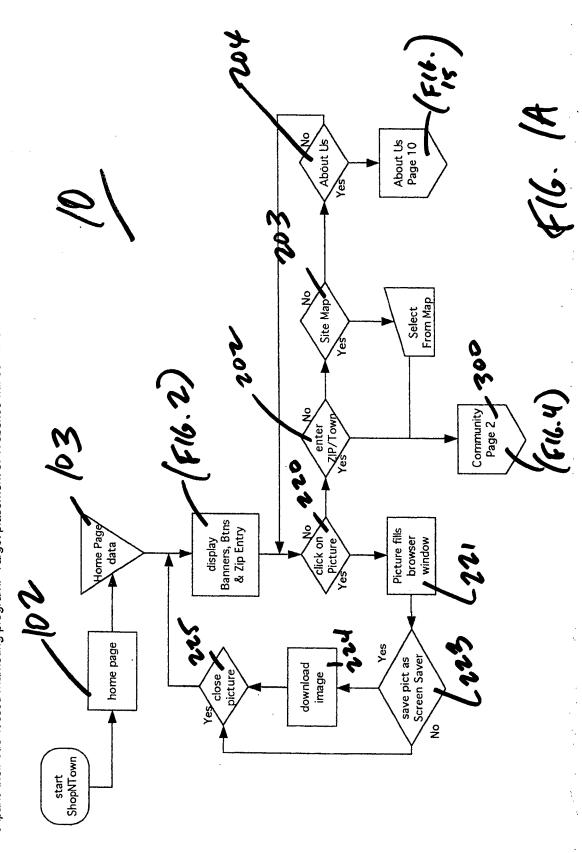


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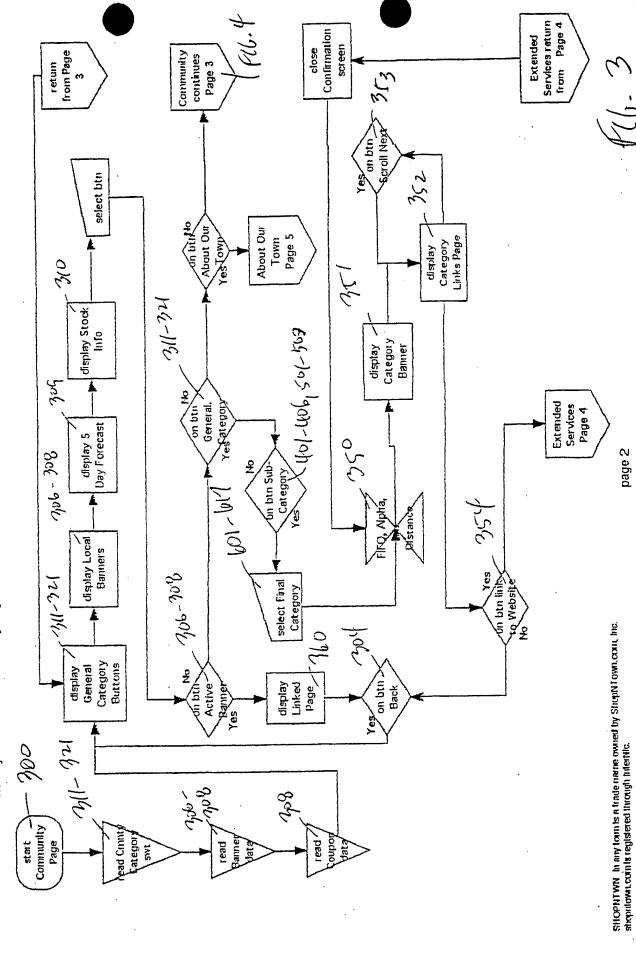
ShopNTown.com Home Page. Shoppers may go to any community in the U.S. by entering a Zip Code, Town and State name, or by selecting a location via a Site Map. Community shopping is the key to ShopNTown.com's success. Merchant may put their Website in specific Categories in specific Communities. The Merchant uses our automated entry system anytime they want to expand their businesses marketing program. Target placement of Websites will be the success of Internet commerce.



COD: NATIONAL BANNER S. SITE MAP

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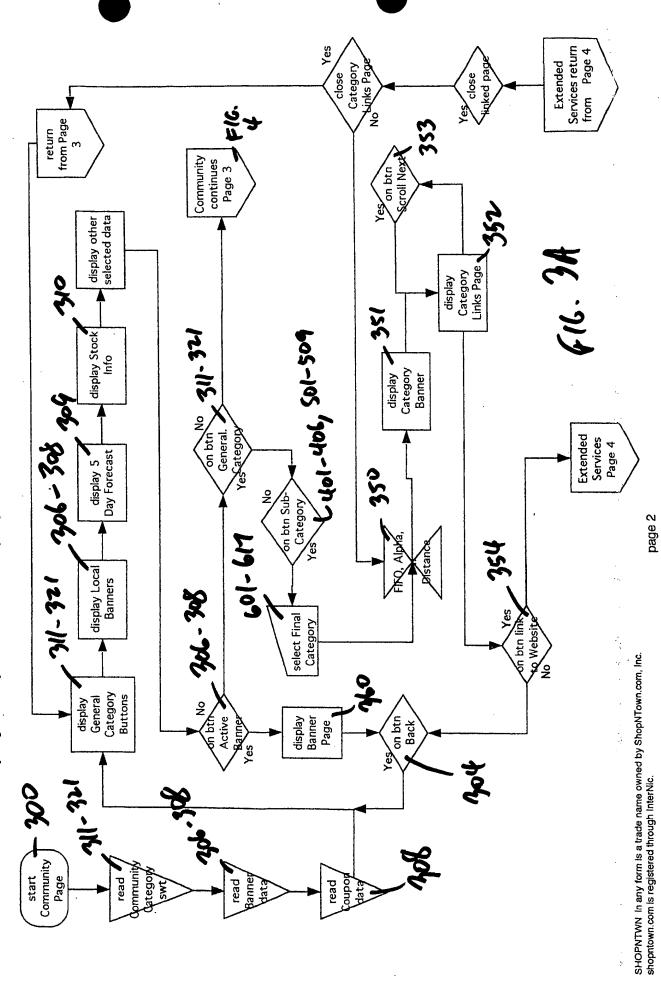
This is the 2nd SMT page and is built from the Zlp, Town, or Site Map entry. Each Zip Code will have its own Community Page. The layout of each Community Page is the same but the links, and data will be different between communities.



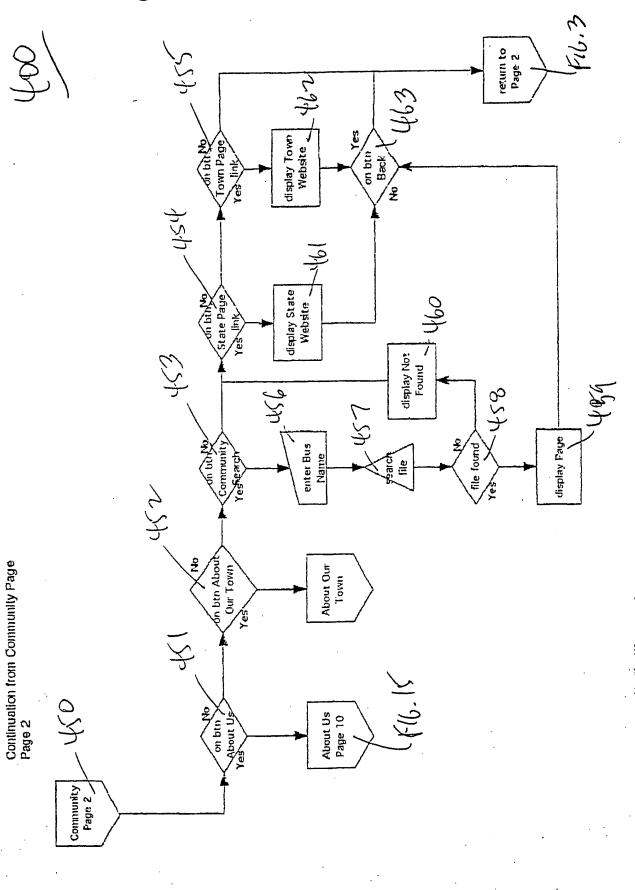
The first of the f

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This is the 2nd SNT page and is built from the data entered in this geographic community. Each geographic selection will have its own Community Page is the same but the links, and data will be different between communities.



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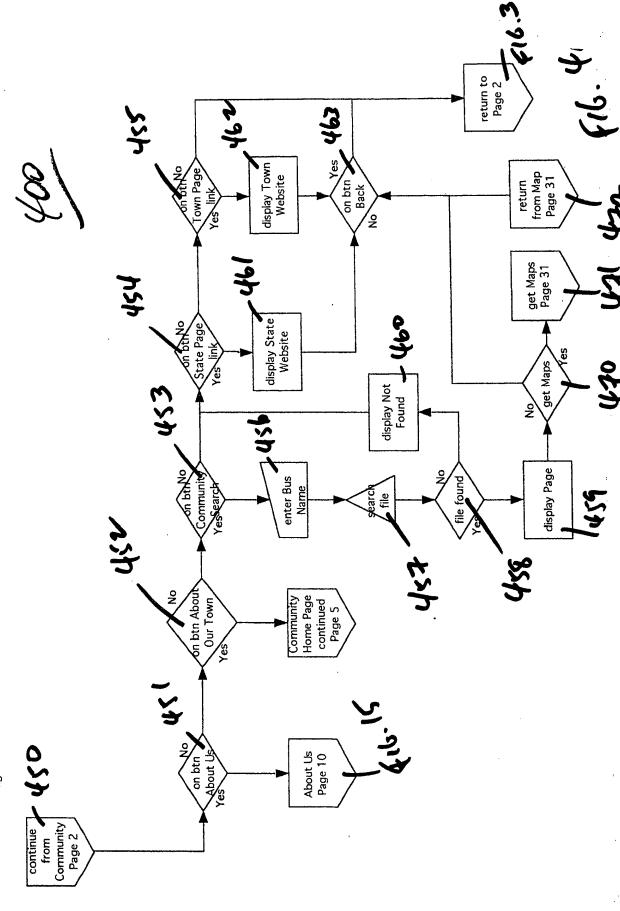


page 3

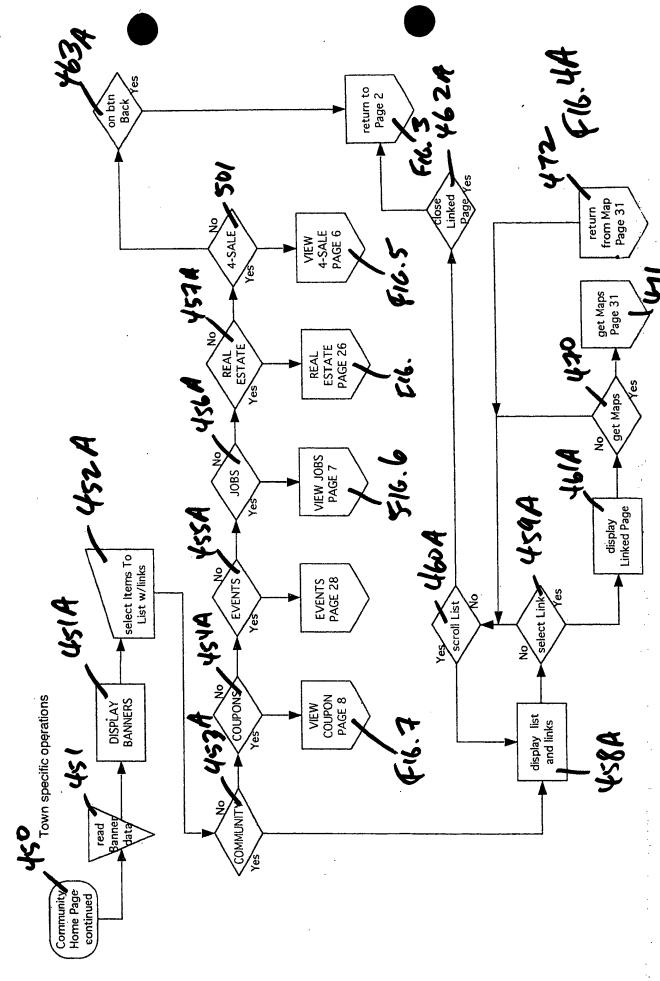
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Continuation from Community Page Page 2



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page 5

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Shoppers can use View 4 Sale without a password

Items listed in 4 Sale are listed in grouping by category. Items will be anchored by category and moved by scroll bar. Items may be viewed by anyone free. Posting items to the list is also free in one community but requires a password via e-mall. The posting runs for a set number of days determined by SNT and is automatically deleted.

Community Page 2 end View 4 close View Back Yes on btn porull Next 695 م د 0 10g select Category display Item Groupings View 4 Sale display Banners Group

66.5

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Shoppers can use View 4 Sale without a password

Home Page Community continued 201 Page 5 Items listed in 4 Sale are listed in category groups. Items may be anchored by category and moved by scroll bar Items may be viewed by anyone free. Posting a Best Offer is free but requires the shopper to be registered. The posting runs for a set number of days determined by SNT and is automatically deleted. S end View 4-Sale display Offer confirmation e-mail Offer to Seller ટ 200 close View es Registered 2nd try on btn Back About Us Page 10 erify Shopper Yes Oprosti Select Inothe get 4 Sale is Offer croll Nex on btn display error 206 204 select Category Group check valid display Banners 603 enter Password Groupings & display Item & Best Offer Best Offer Best Offe View 4 Sale

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page 6

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Job Openings are listed by Job Description and viewed by Shoppers without password.

2600 end View Job Community Page 2 on paris Back Application 左野児 pplication Page 13 out g ž on tran Career Profile Page 13 Care*e*r Profile select Check Boxes for Employers 2606 of bth Yes on bin Yes Check V scroll dispłay Job Posting by groupings _I View Job Postings get Job data select Job Title

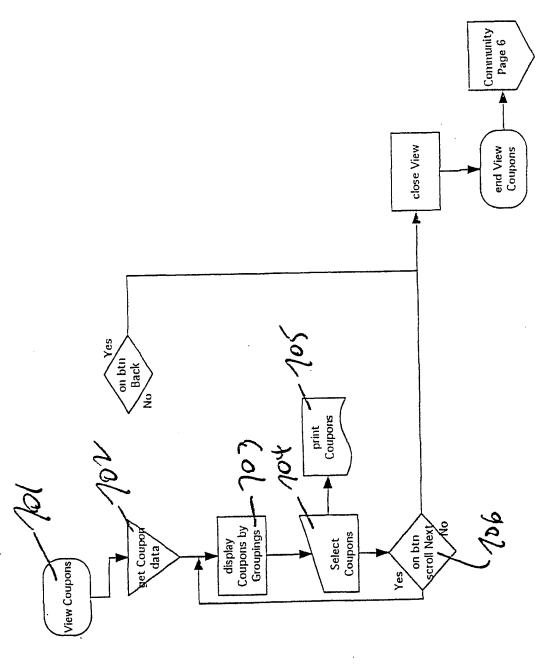
2

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Home Page continued end View Job Job Openings are listed by Job Description in selected communities and viewed by Shoppers without password. To apply for a job and pasting a resumes requires the shopper to be registered with ShopNTown.com. Community Page 5 on btn Application Sn btn ∰ Page 13 pplication off Jop select Check Boxes for Employers C66 6A Yes Check scroll Next 5602 5601 5605 display Job Posting by groupings get Job data View Job Postings select Job Title

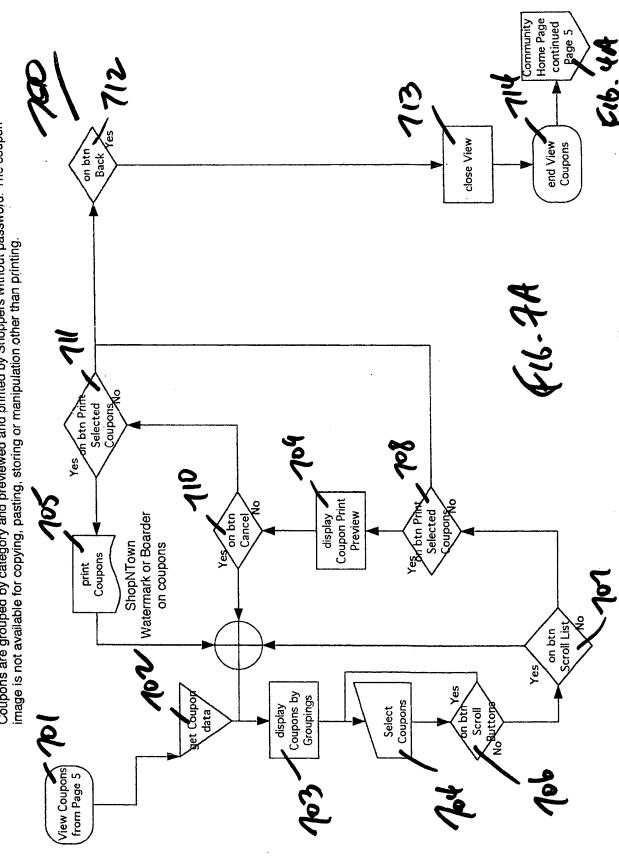
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Coupons are viewed by Shoppers without password.



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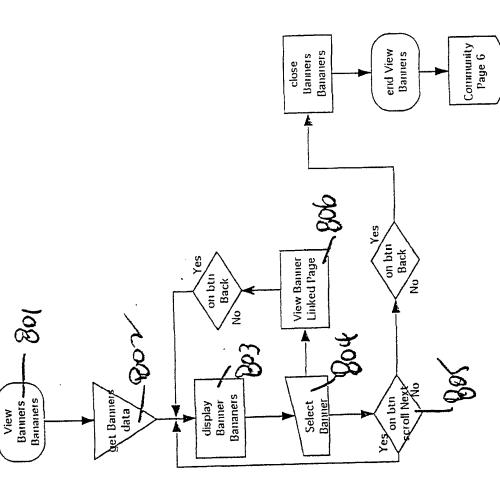
Coupons are grouped by category and previewed and printed by Shoppers without password. The coupon image is not available for copying, pasting, storing or manipulation other than printing.



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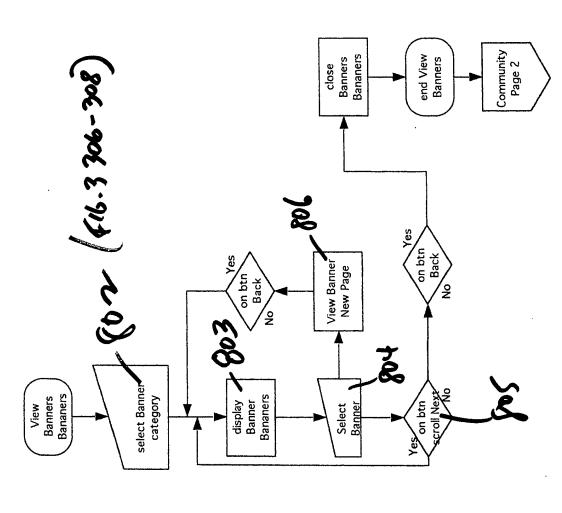
Banners are viewed by Shoppers without password.





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Banners are viewed by Shoppers without password.



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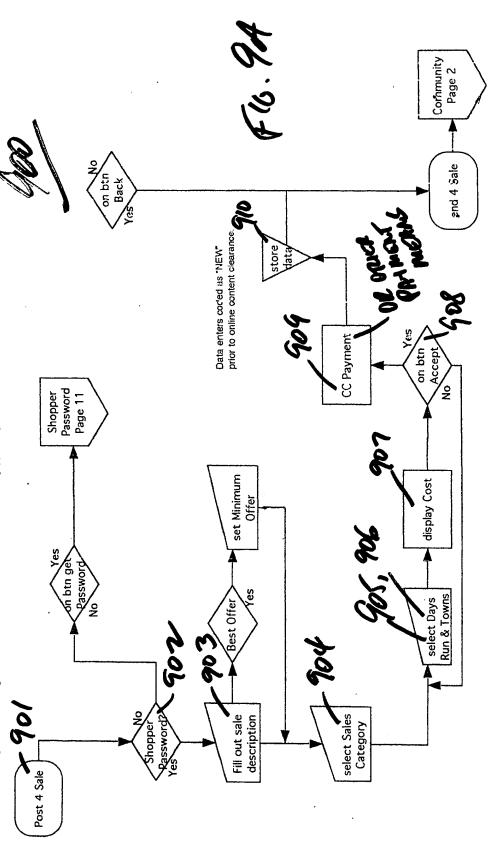
Community Shoppers can Post 4 Sale items free with there password. They can only post items in their community. E-mail address will be used to identify one community. 909 Yes CC Payment on btn Accept Los display Cost Jassword Shopper pg 14 select Towns Yes select Sales of btn Add Category Towns Rassword sale Post 4 Sale

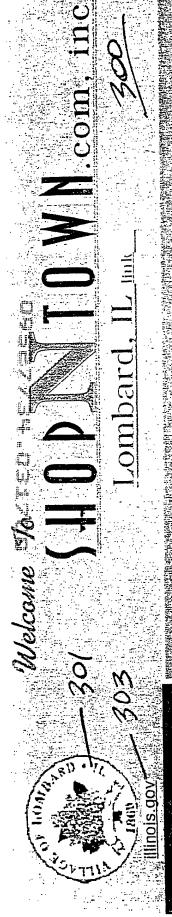
Page 6

end 4 Sale

Yes

on btn Accept Registered shoppers can Post 4 Sale with there password. They can set minimum Best Offer. Days of running and number of additional community postings determine fee.





TEMPATURE 78° 306 LOCAL: TIME 12:24 PM ROTATING BANNER \$\$ * 68° RAIN 76° PTLY SUNNY REGIONAL 5 DAY FORCAST

NEIGHBORHOOD.

BACK

BEAUTY & FASHION

EDUCATION

BOTATING BANNER \$8~

7/Jan. 15, 1999 Market Closed 4/7 Nasday Volume 1,000,329,528 Nasday Composite 2,348.20 71.38 A

HEALTH & MEDICAL

FOOD & DRINK

ENTERTAINMENT

EMPLOYMENT

HOME & GARDEN

* PROFESSIONAL

COMPUTERS

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ABOUT US

9343913190108899

21**9.62&** Market Closed

Jan. 15, 1999 Market Closed

9,340.55

DJIA

-341 ROTATING BANNER \$8 4

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Welcome

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Illinois.gov

COUPONS

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5-day forecast for Chicago/O'Hare Intl Arpt, IL and vicinity

last updated Wednesday, September 8th at 5:07 am CDT

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JOBS

Real Estate

SUN

Scattered T-Storms

Sunny

Cloudy Partly

Scattered Showers

F-Storms

ABOUT OUR TOWN

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BEAUTY & FASHION

COMPUTERS

EDUCATION

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lo 48° hi 71°

lo 49° hi 69°

o 54° hi 72°

lo -° hi 82°

Click for Weather.com

Market

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T C S

Community Search

Enter Name Bus./Org

HEALTH & MEDICAL

FOOD & DRINK

HOME & GARDEN

PROFESSIONAL

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VEHICLES

ENTERTAINMENT

EMPLOYMENT

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4 1357,24 S&P 500

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POTATING BANNER \$\$

ABOUT US

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I.com, inc

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COUPONS

Illinois.gov

SALE

Seor 9

Real Estate

SUN





lo 58° hi 78°

BEAUTY & FASHION CONSTRUCTION COMPUTERS FOUCATION AUTO 5-day forecast for Chicago/O'Hare Intl Arpt, IL and vicinity last updated Wednesday, September 8th at 5:07 am CDT Cloudy Partly

Scattered Showers

F-Storms

WED

BACK

PROFESSIONAL FOOD & DRINK

lo 49° hi 69°

o 54° hi 72°

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SEAUTY & FASHION

COMPLITERS

EDUCATION

4BOUT OUR TOW

Click for Weather.com

ENTERTAINMENT

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HEALTH & MEDICA

FOOD & DRINK

HOME & GARDEN

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NASDAQ

+38.13 -0, 12

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POTATING BANNER 88

BACK

SPECIALTY SROES HOME IMPROVE DEPT LANDSCAPE APPLIANCES FURNITURE

nois.gov

HOME & GARDEN

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503 SERVICES & REPAIR CONTRACTORS SUPPLIERS 405 HOME IMPROVE

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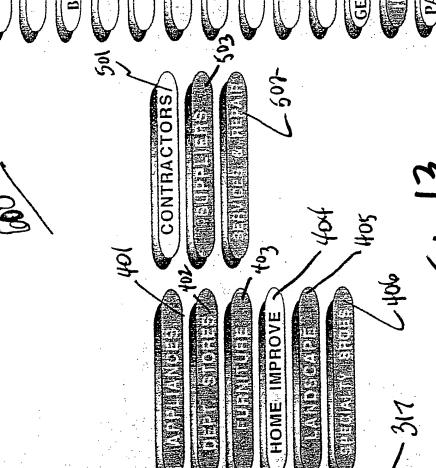
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HOME & GARDEN

PROFESSIONAL

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THE THE WILLIAM OF THE PARTY OF

ALL ROUGH SOLDEN

へのの B 809 609 GENERAL CONTRACTOR PAINT & WALLPAPER SIDING & WINDOWS PLUMBERS CABINET MAKERS DECORATORS COUNTER TOPS BLACKTOP GLASS & MIRRORS CARPENTERS ELECTRICIANS BRICK & MASONRY FLOORING CONCRETE ADDITIONS

Sunde of All B. Walter A Rinehold

Listed to Lombard, IL: Search for: electricians

ECTRICIANS 705

BACK

linois.gov

Business Name

This area will be filled with information entered by the merchant when they first listed their business with ShopNTown.com. We allow them a set miniber of words. My Electrician

Dean Rogers Your Electrician

 $m{p}$ This area will be lilled with information entered by the merchant when they first-listed thekr business with ShopM Fown.com. We allow them a set nimber of words for 26 years.

ALPHABETICAL

DISTANCE

ORIGINAL

Specializing in esidential, repairs and additions. Serving the community to 25 years. 703 All-Type Electricians Ltd

This area will be filled with information entered by the merchant when they first listed their business with ShopNTown.com. We allow them a set nimber of words Expert Electrician ~

Electrician's Riggs & Sons

This area will be filled with information ontered by the merchant when they first listed their business with ShopNTown.com. We allow them a set miniber of words

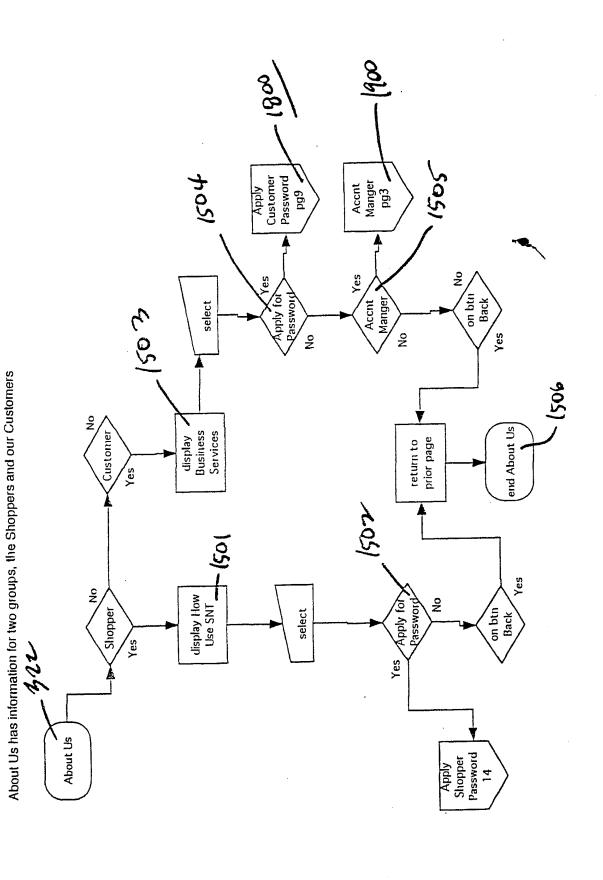
State of the

Sam & Sons Electrician

This area will be filled with information entered by the merchant when they first listed their

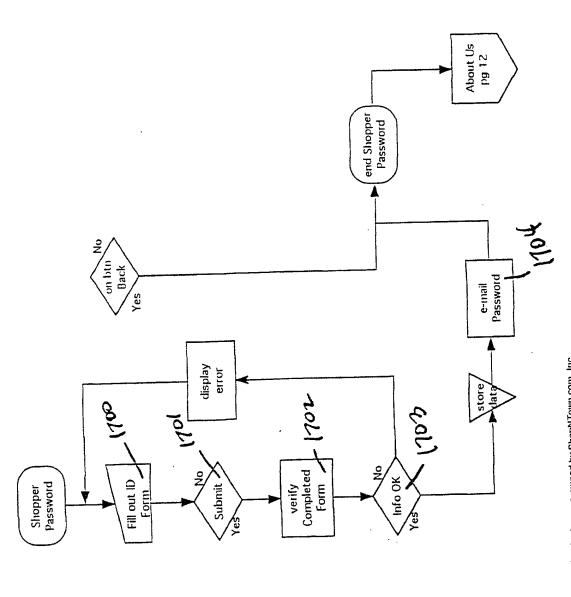
SPARKS ELECTRIC "
ROTTATIING CATEGORY BANNEF

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Shoppers need a Password e-mailed to them to Post their resume and items 4 Sale. The password will be e-mailed to verify who is requesting it and must be used within 48 hrs or it will be assumed it was sent to the wrong address.



page 14

1100

All fields must be filled, exception *

Name

Address

State, Zip

101

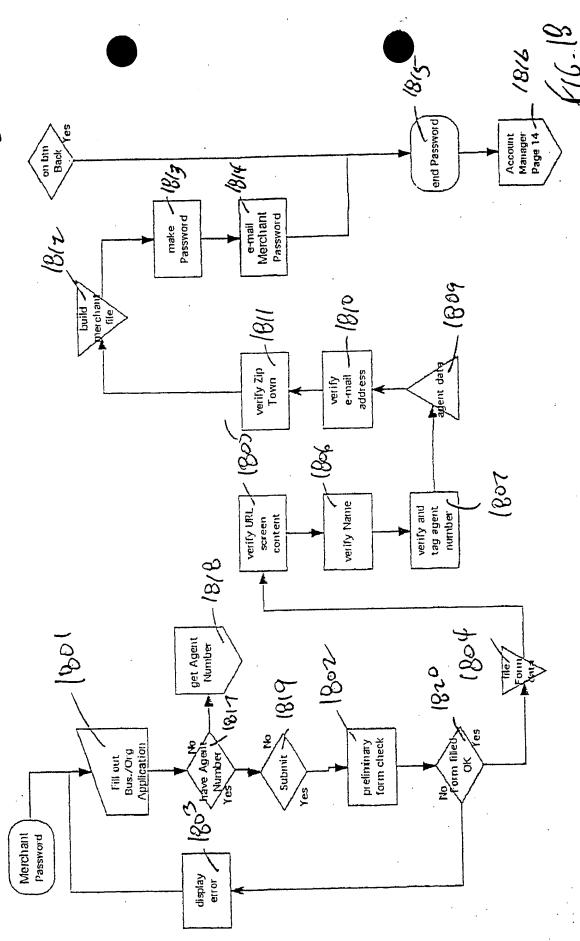
Phone Fax *

E-mail Address

Your Password will be e-mailed to you. You must use your Password within 48 hours or the system will assume it was sent to the wrong e-mail address.

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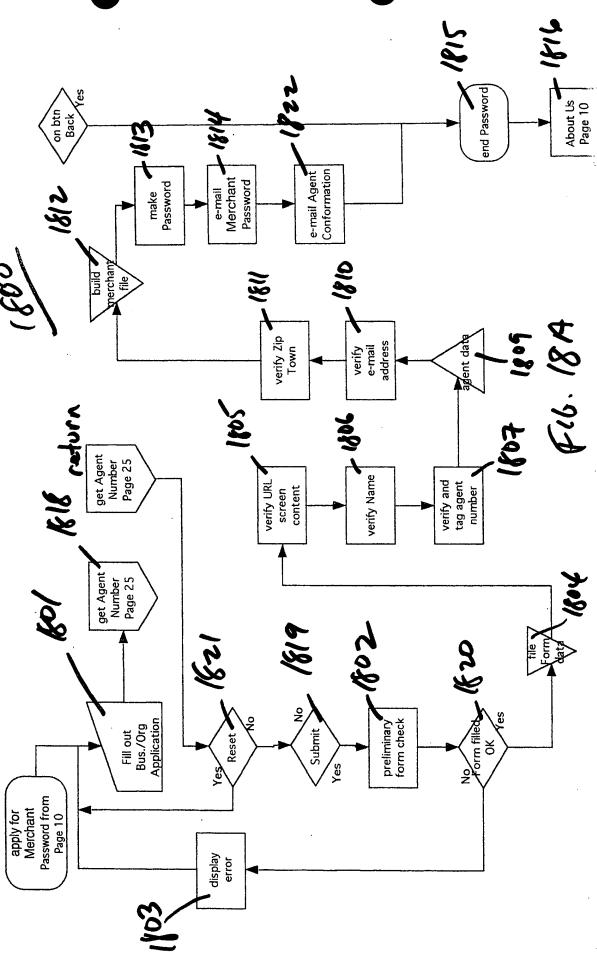
Merchant are the businesses and organizations listed on ShopNTown to promote their business. To list their Merchant or use any of the ShopNTown services they must have a password.



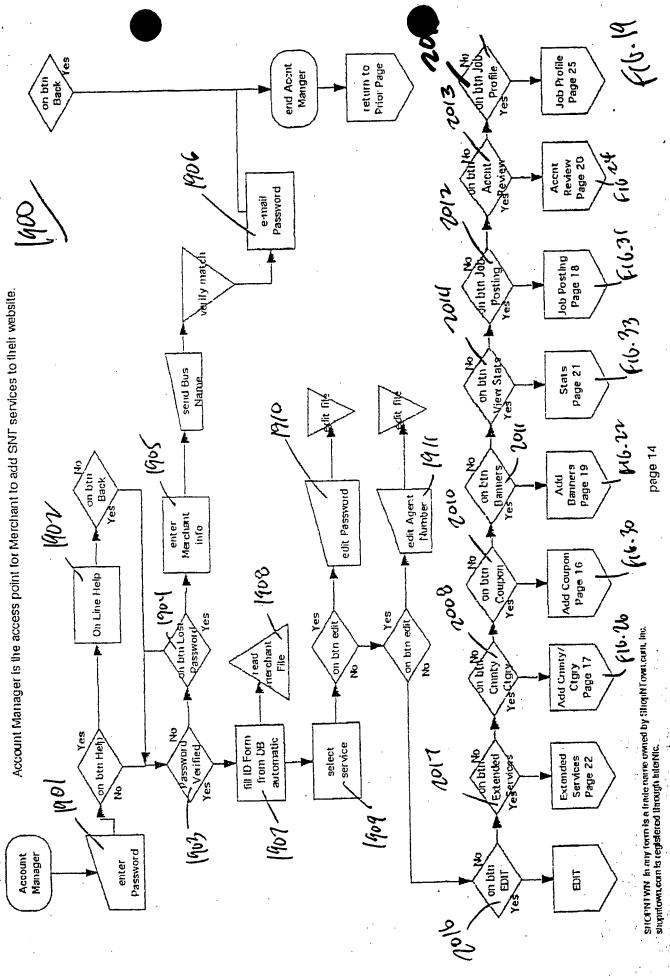
page 15

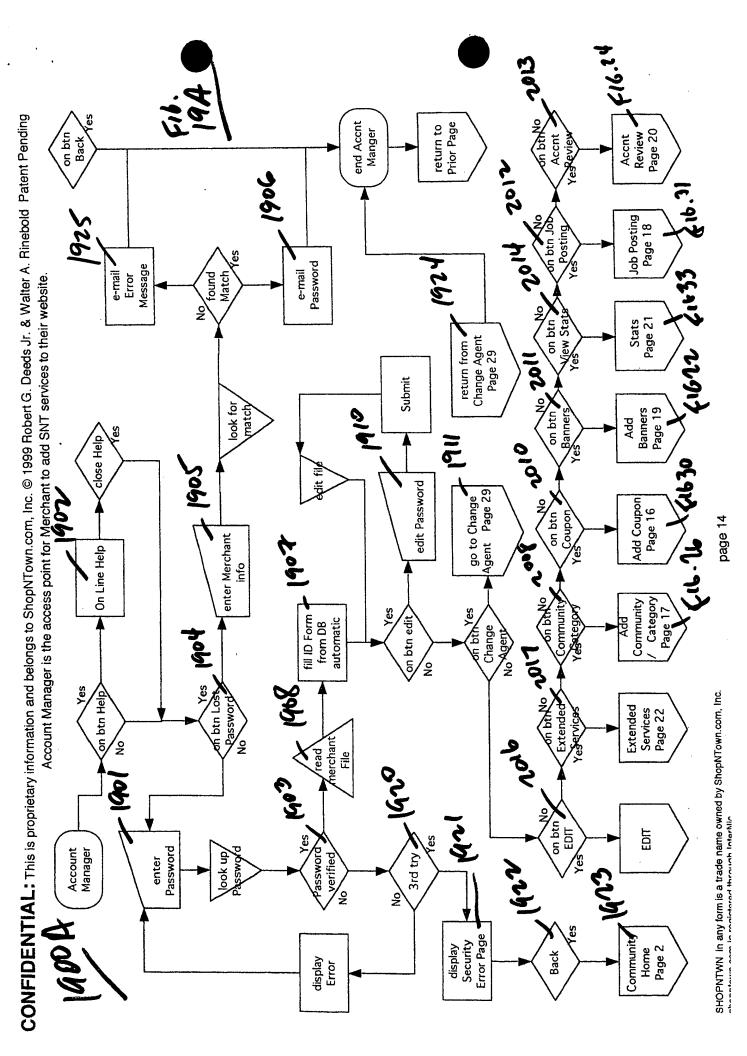
Merchants are the businesses and organizations listed on ShopNTown to promote their business. For Merchants or Organizations to use any of the ShopNTown services they must register for a password.

The password gives them access to their ShopNTown Account Manager.



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Welcome 70 Tell

.com. inc

ACCOUNT MANAGER 10

Enter Password and SUBMIT FORM or press Enter

1001—Password M1234567A

John Agent Number

2-Company Name

2004 — E-mail Address

, Website URL 7002

SUBMIT

BACK COT

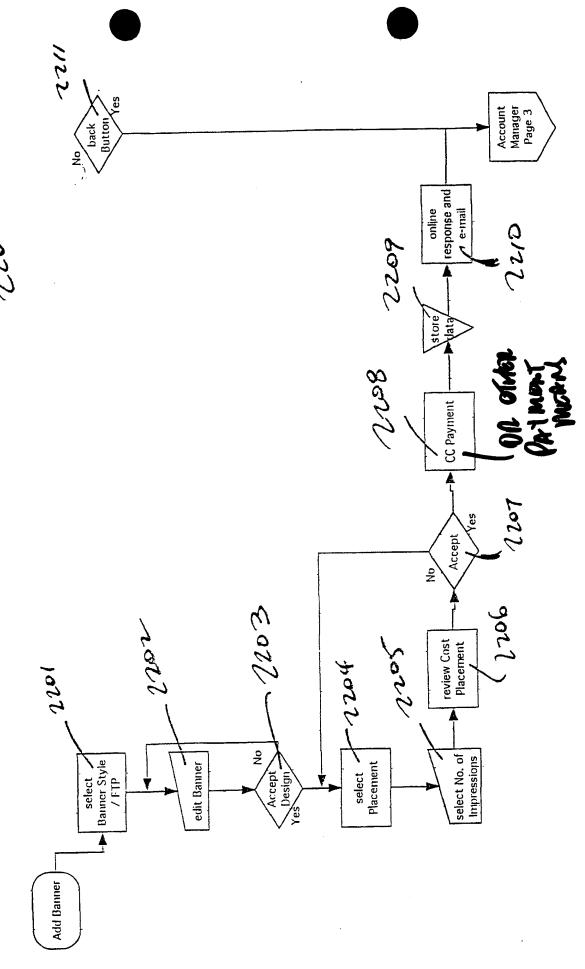
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TOWN.com.inc Welcome Call OD

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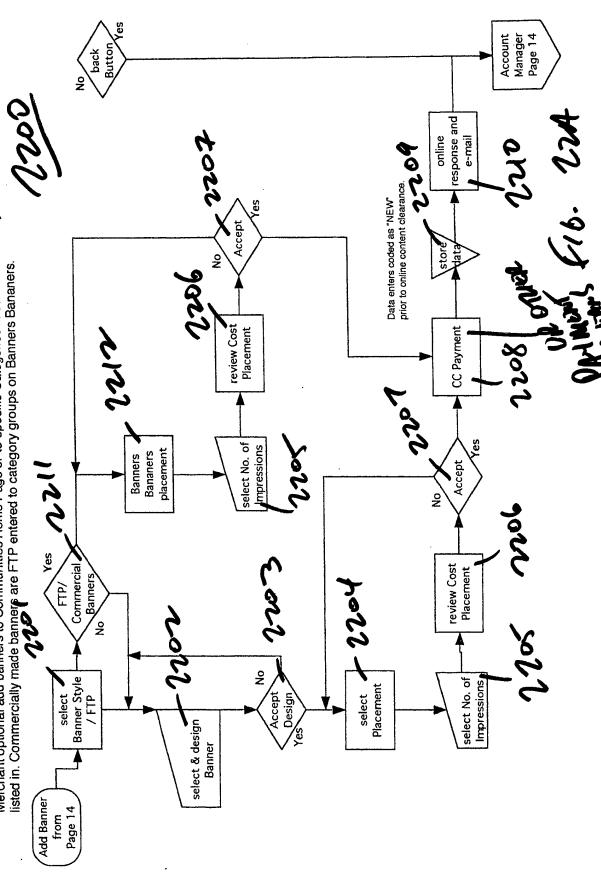
ACCOUNT MANAGER

Bus./Org. optional add banners on the National Horne Page, to Communities Home Page or to specific Categories in communities they are listed in.



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Merchant optional add banners to Communities Home Page or to specific Categories in communities they are



GOUNTWANAGER

Form bsett on selection

displayed on specific Communities' Category Page. — 2303 displayed on selected Community Page 7301 0062 displayed on ShopNTown's Home Page. ACCEPT will take you to Category Selection. Select Banner Placement National Catigory Step1 Local \$20/K \$12/K \$5/1<

Select Banner background and Enter banner text to be displayed SELECT

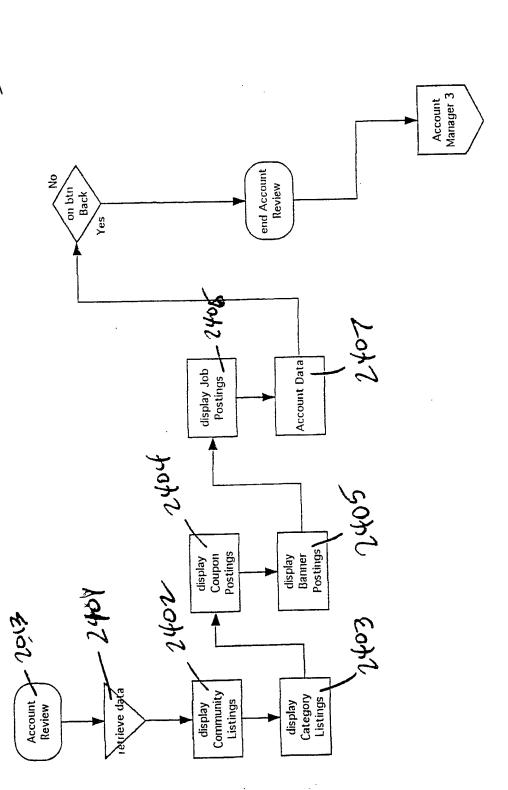
ABC INFO as entered With link URL or Web Site Address to be promoted

ACCEPT

nanger of tage Robert G. Deeds Jr. & Walter A. Rinebold

Feb. 23

Account Review is part of Account Manager Systems This review is for Customers to see how they are placed in ShopNTown and the costs incurred.



com; inc

ACCOUNT MANAGER

Specializing in repairs and additions. Upgrade you fuse box This is the mesage displayed for your business ABC ELECTRICAL

You have selected to post in these Communities

7504

amperage in 48 hrs.

29 Zip Codes

Cnty Town

You have selected to post in these categories Category 1 Heating & Air Conditioning

Category 3+ Plumbing Category 2 Electrical

Pet Supplies Carpentry Windows

Shopping Basket Fax Order Extended Services

Menu

47062 47057

Huntington

Andrews

Huntington

60152

60181

Villa Park

60181

Oakbrook Terrace

Oak Brook

Elmliurst Lombard

Addison

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Appointment Calander

Categories \$20.00 x

Cost subtotals Communities

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\$5,800.00 \$2,320.00

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Extrid Serv \$25.00 x

Select method and enter account number Check No.

Name on account

MRESET

ACCEPTION

Fotal only

\$2,900.00

\$11,020.00

Your listing will be posted when payment has cleared LL Flectronic check takes 3 business days. Electronic check takes 3 business days.

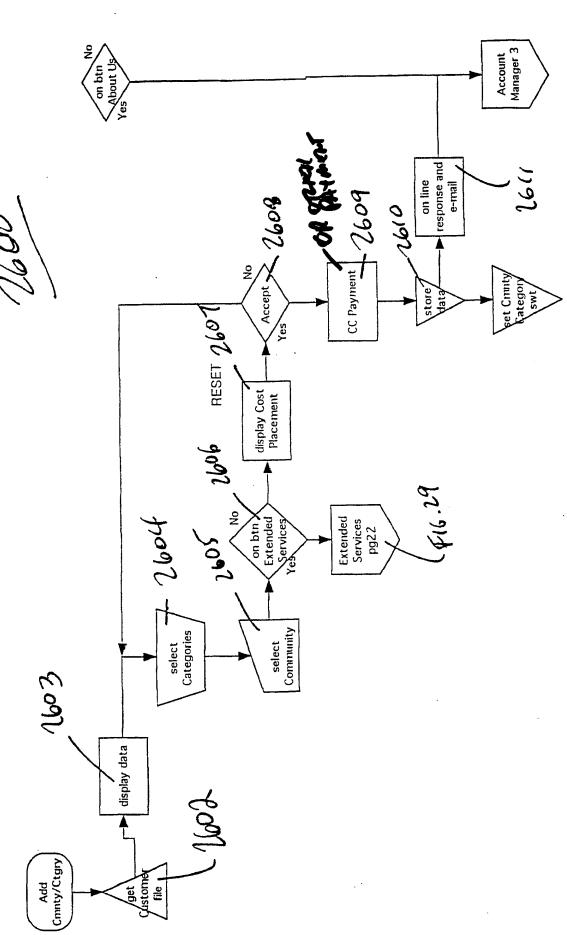
Thank You, for your patronage. 7 1506 rou will be e-mailed when your listing appears.

Transaction Date

Experation Date

nn a 1 non nathart a Doode Ir & Walter A Rinebold

Bus./Org. add their Web page to additional Communities and /or Categories. A password has been secured and verified prior to this operation.



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Manager Page 14 on btn About Us Account 1610 miner FC6. 25A response and 2092 6092 t on line Merchant add their Web page to additional Communities and /or Categories. A password has been secured and verified prior to this operation. e-mail 0097. Accept CC Payment ommunity ategoy 4092 9092 ON display Cost Placement 1604 Extended Extended Services Page 22 select Community Categories select adjust cost & \exprtn date∕ 40% background task Add Community/ Category from Page 14 display data balance to Additiona Purchase Prorate date **f**erchar

UWNSOETTE

BACK

BEAUTY & FASHION

EDUCATION

EMPLOYMENT

ENTERTAINMENT

FOOD & DRINK

HOME & GARDEN MEALTH & MEDICAL

PROFESSIONAL

Category 1 FREE

MINEAL ESTATE

AND THE SAME OF TH VEHICLES

Category 2 FREE ROOFING

ACCEPT

Select all that apply from the last category list then press ACCEPT

1017 Categories 3 or more \$50, each HEATING & COOLING

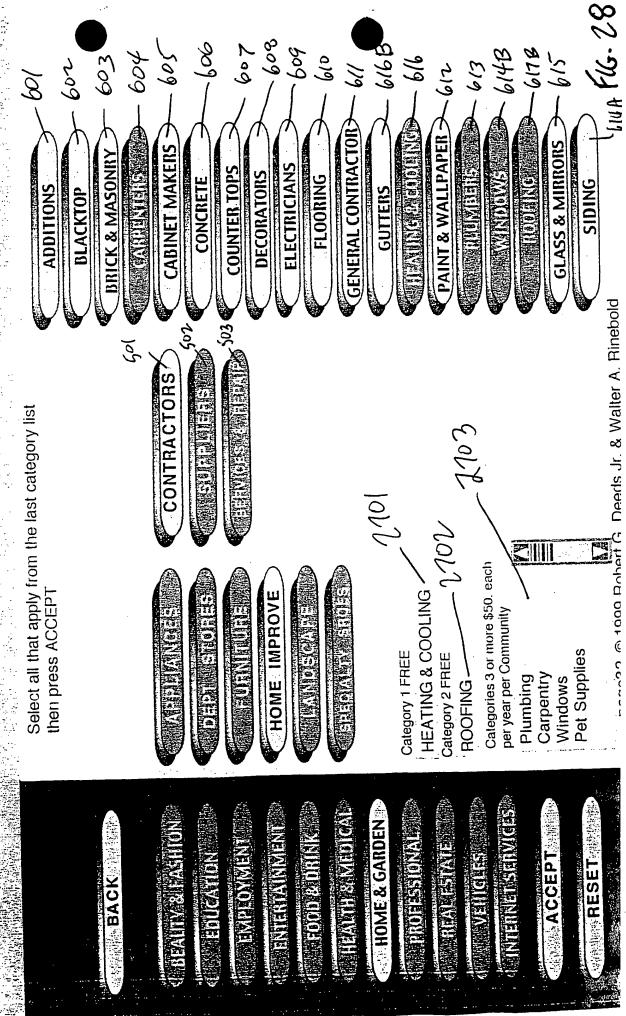
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per year per Community Pet Supplies Plumbing Carpentry Windows

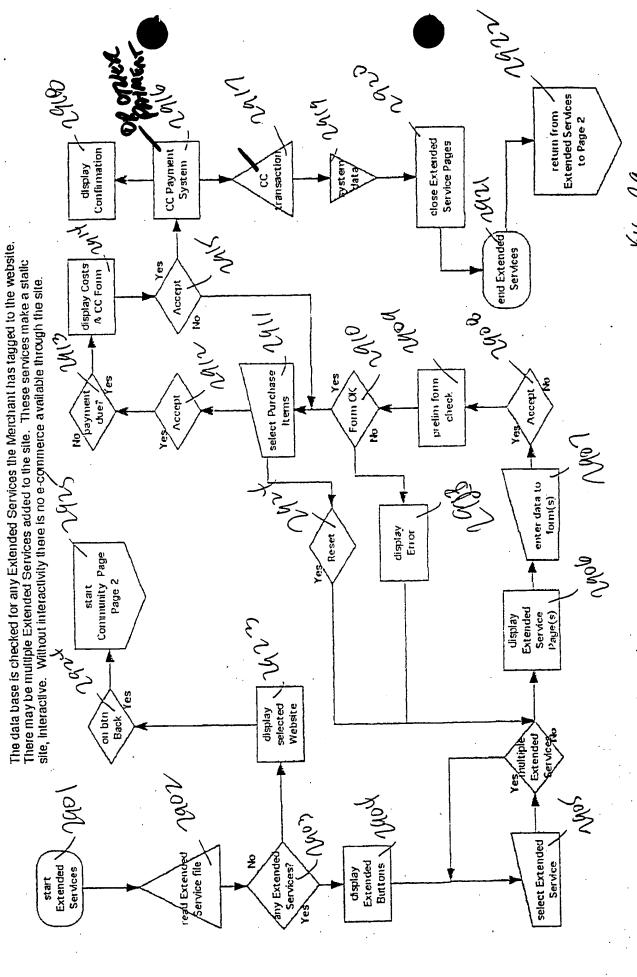
nana 1 @ 1000 Bohart C Deerle Ir & Walter A Binehold

Welcome Ide The

ACCOUNT MANAGER Select Categories



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page 4

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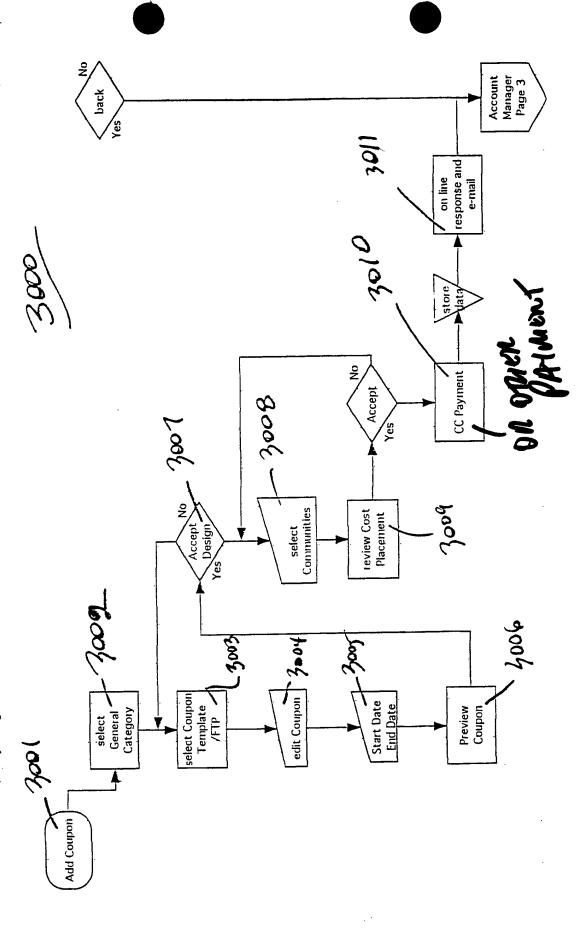
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The data base is checked for any Extended Services the Merchant has tagged to the website.

F16 294 **Extended Services** return from to Page 2 close Extended Date & Time Scheduling, Reservations, Appointments, Service Pages 727 Credit Card and Check payment services, There may be multiple Extended Services linked to the site. These services make a static site, interactive. Without interactivity there maybe no e-commerce available through the site. Shipping payment and arraignments, end Extended Services 201 Extended Services includes: 739 Shopping Cart, Catalog, This is not a complete list. Information Forms Yes News Letters, form check preliminary Form OK Accept 2924 enter data to form(s) Refer to individual Extended Services Yes on Btn display Error Community Page Page 2 urz start display Extended Service Page(s) on btn Back selected Website display Extended resmultiple 2062 なのな select Extended re*a*'d Extended start Extended Services any Extended Service file Extended Services? Buttons display Service

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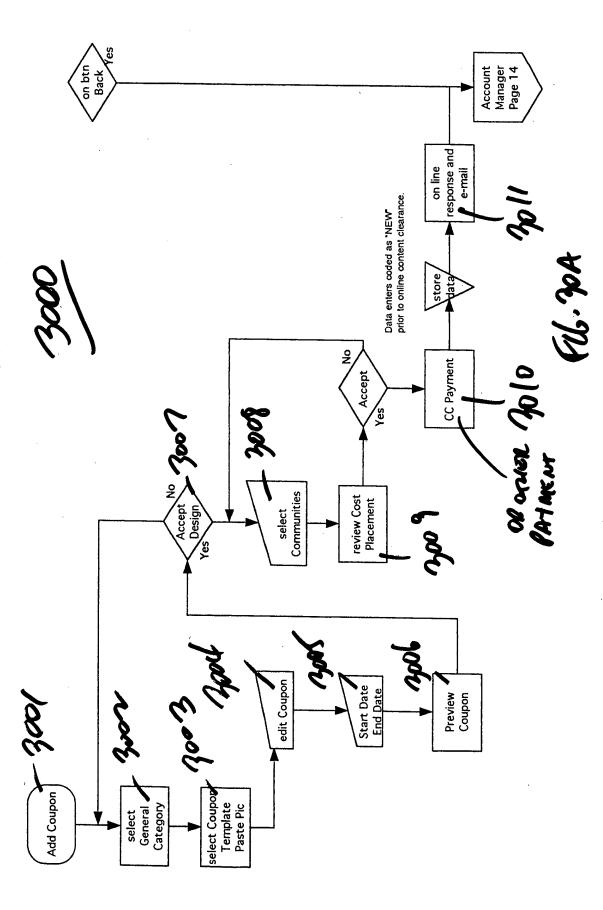
Customer may design a coupon online and/or FTP in graphics selecting specific community, categories, and run time.



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Merchant may design a coupon online and/or FTP in graphics selecting specific community, categories, and run time.



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Merchant (Employers) with a SNT account can post job openings in communities they are listed at no charge. Unlisted businesses can post job listings for a fee based on number of towns, listing will be posted in

end Job Posting on btn Back Cmnty (View Post Job to (sqof ore data 2/10 CC Payment On bin Accept Reset 8016 Preview Cost 10/0 Yes Polle Info OK display Error 9103 30% on btn Send Listing Form fill out Job select Crinty Communities Job Posting display List

Manager Page 14

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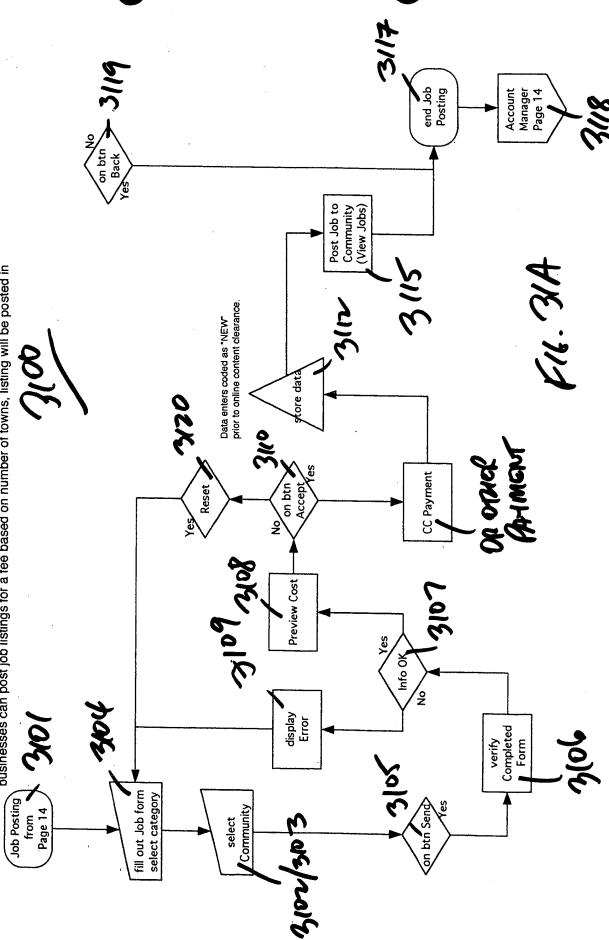
verify Completed

Form

Account

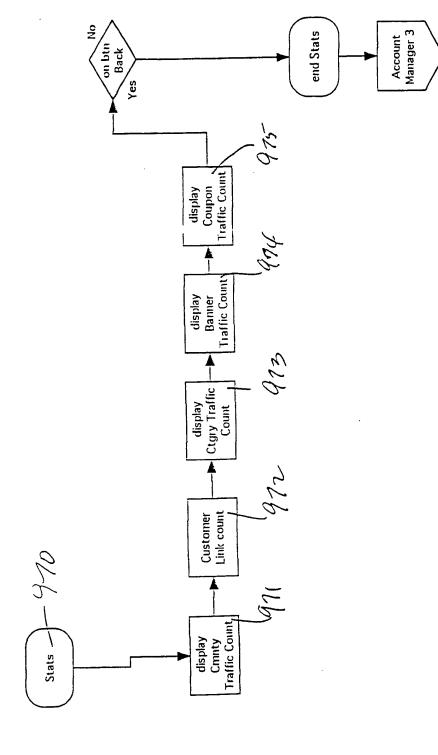
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Merchant (Employers) with a SNT account can post job openings in communities they are listed at no charge. Unlisted businesses can post job listings for a fee based on number of towns, listing will be posted in



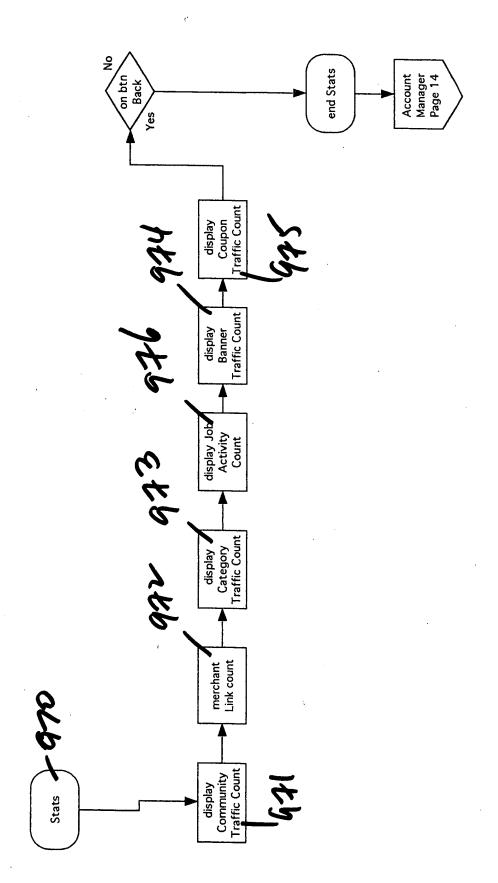
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Stats is part of Account Manager Systems This is for SNT customers to review activities of the services we provide.



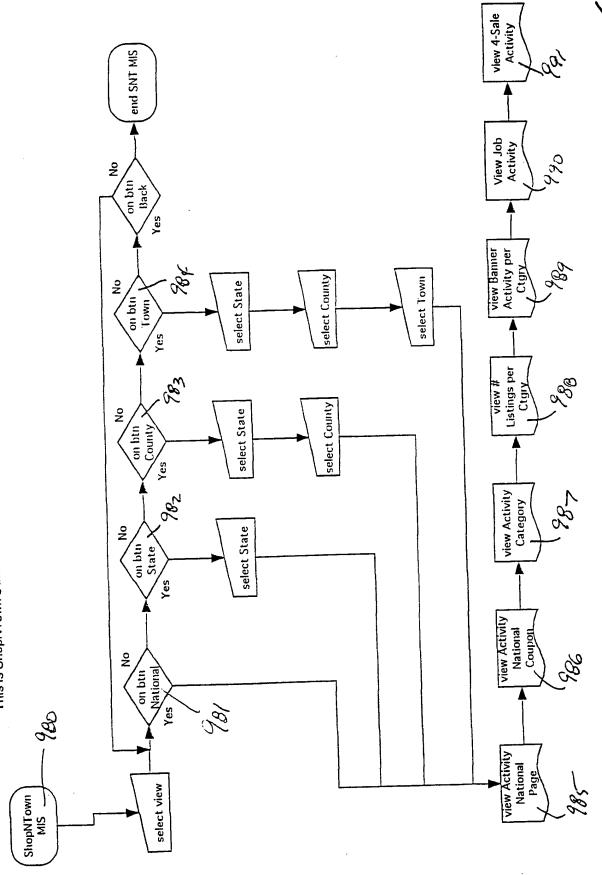
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Stats is part of Account Manager Systems This is for SNT Merchants to review activities of the services we provide.



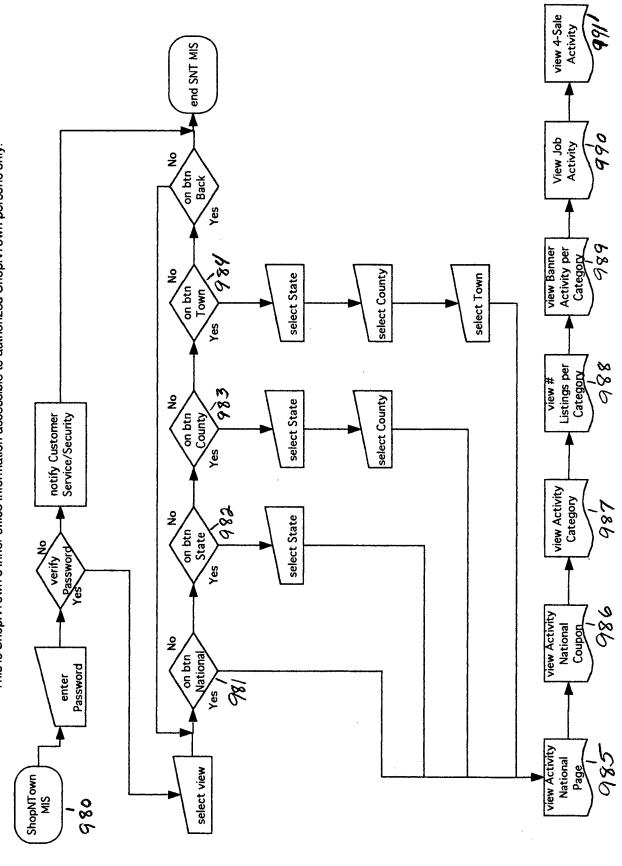
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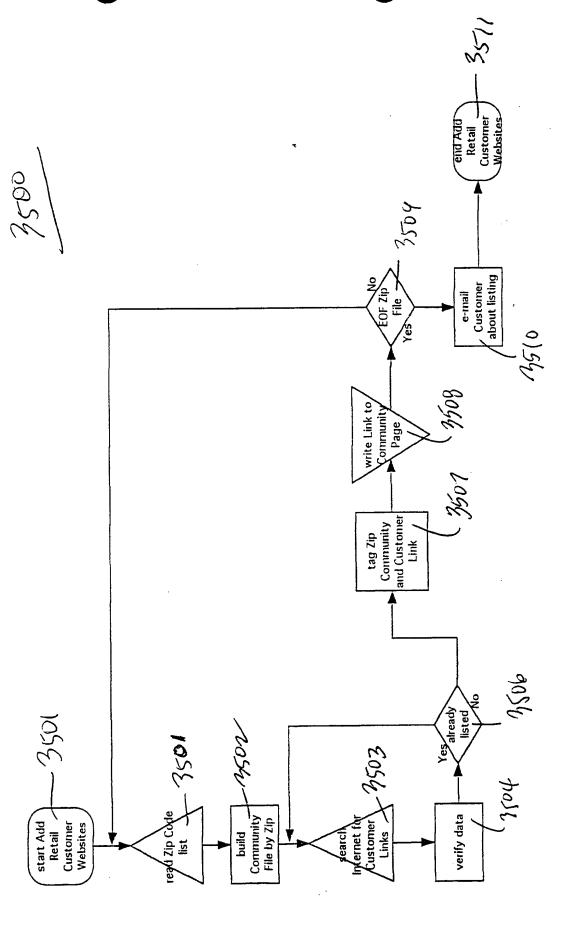
page 11

ShopNTown Marketing Analysis This is ShopNTown's inner office information accessible to authorized ShopNTown persons only.



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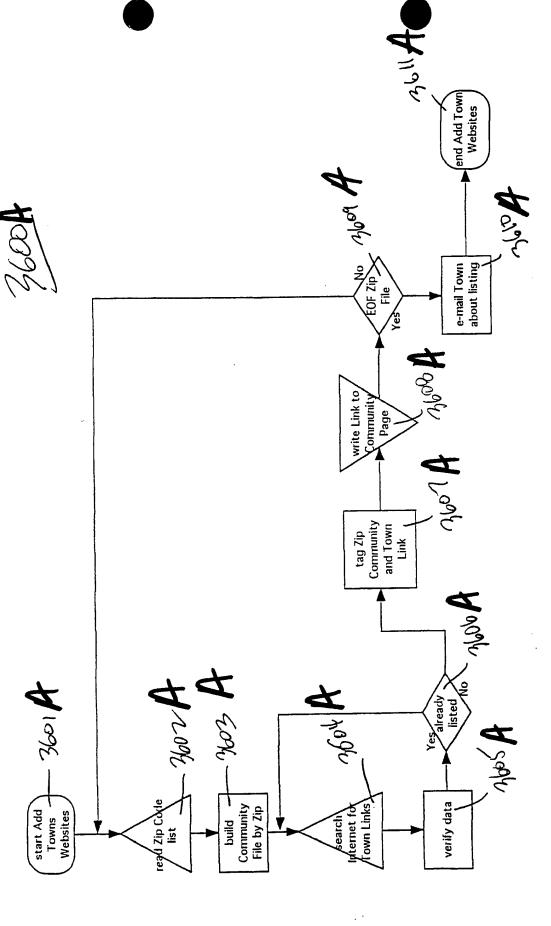
If needed Customer URL's will be search, verified, and automatically listed. Depending on response we may do this periodically or we may not need it at all.



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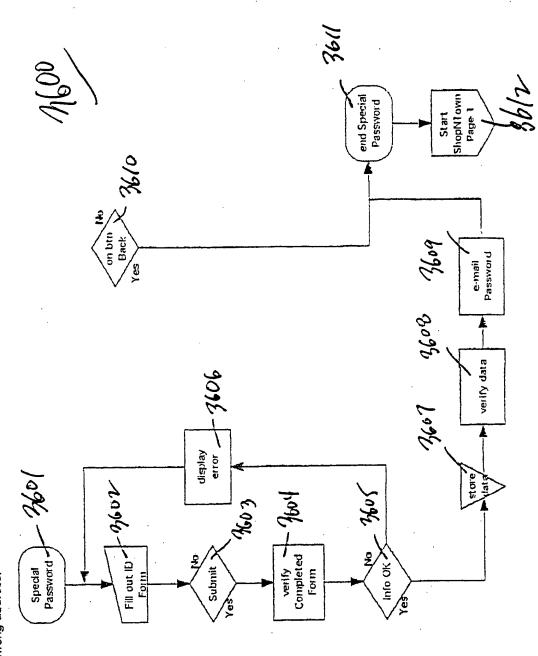
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Builds a data base of Town Websites. This process will have to be repeated periodically for the unassigned Zip Codes.



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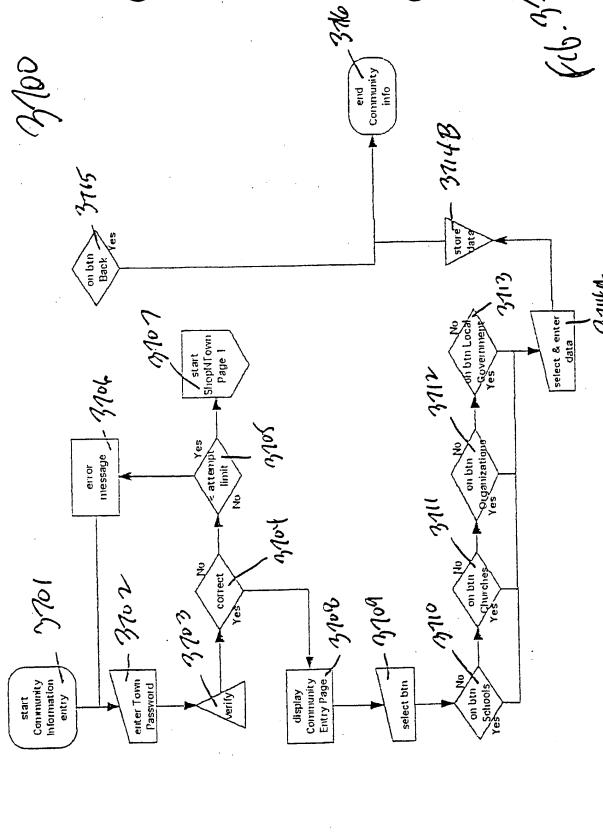
will be e-mailed to verify who is requesting it and must be used within 48 hrs or it will be assumed it was sent to the Special Password groups include municipalities for town listing. About Our Town category includes a Community Listing for Schools, Churches, Organizations, Local Government (Library, Police Dept, Fire Dept, etc.). Password will be e-mailed to the town. Their web master can enter the information or they can do it directly. The password wrong address.



de. 95

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Community information can be add via this manual module.



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In this module the employer can enter a Job Profite to the data base or can view a list of matching Career Profile that have

agreed to be interviewed for a Job Profile the employer entered earlier.

Manager Sack In Posting Page 14 end Job Account. The employee has filled out a Career Profile in return the Employee is given a fist of employer name with Job Profiles that match their Career Profile. The employee selects from the list of companies that we can revear the employee ID to. When the emproyer has paid for the Career Profiles they select, the employee name and contact method is revealed so the Matches to employer write to mployer e-mail Decoded profile data et selecte 3868 3819 CC Payment Ž 3806 \\\\ Info OK Completed Yes Verity Form display Cost Accept 3816 1,4805 BB an btn Send employer can contact the employee directly display Error select Matches of Reset choice Profile info enter Job 7800 Matching Career display Coded Profiles Job Profile btns Results & Enter Conmunities Communities display Select display allowed select Profile Select lob Pro file Emaloyer start

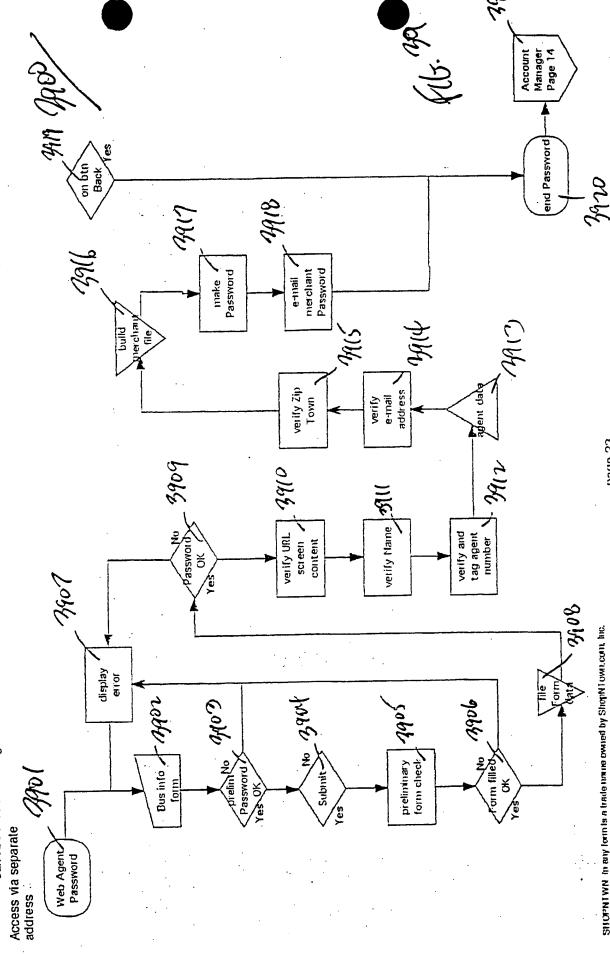
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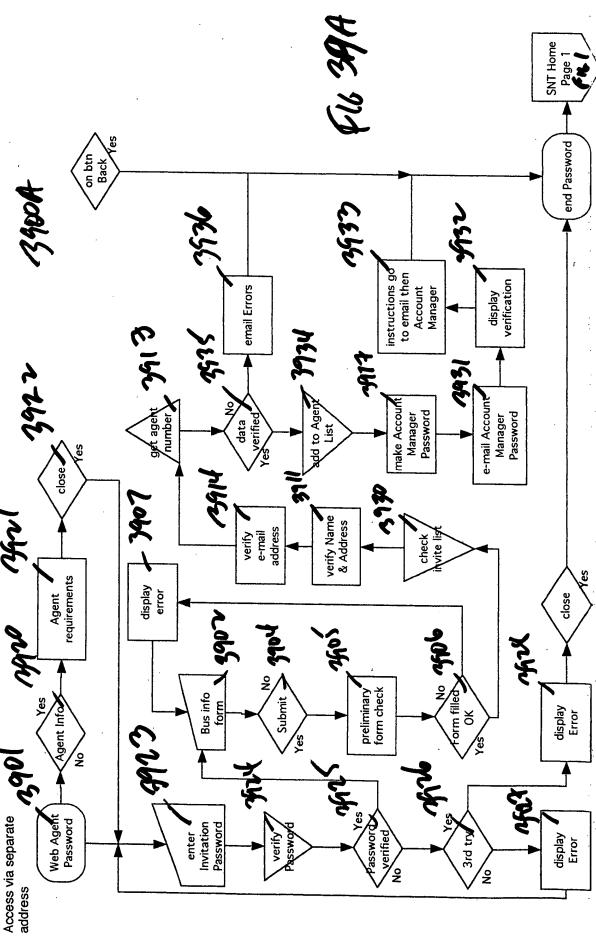
Website Agents will be sent 2 e-mails, one with information about ShopNTown and when it is clicked on will bring them to ShopNTown's Home Page. The second e-mail is for the website developers to get their password and agent number. When this e-mail is click on it will open a password page that can't be reached through SNT. This will be hidden from the public and only invited persons will gain access.



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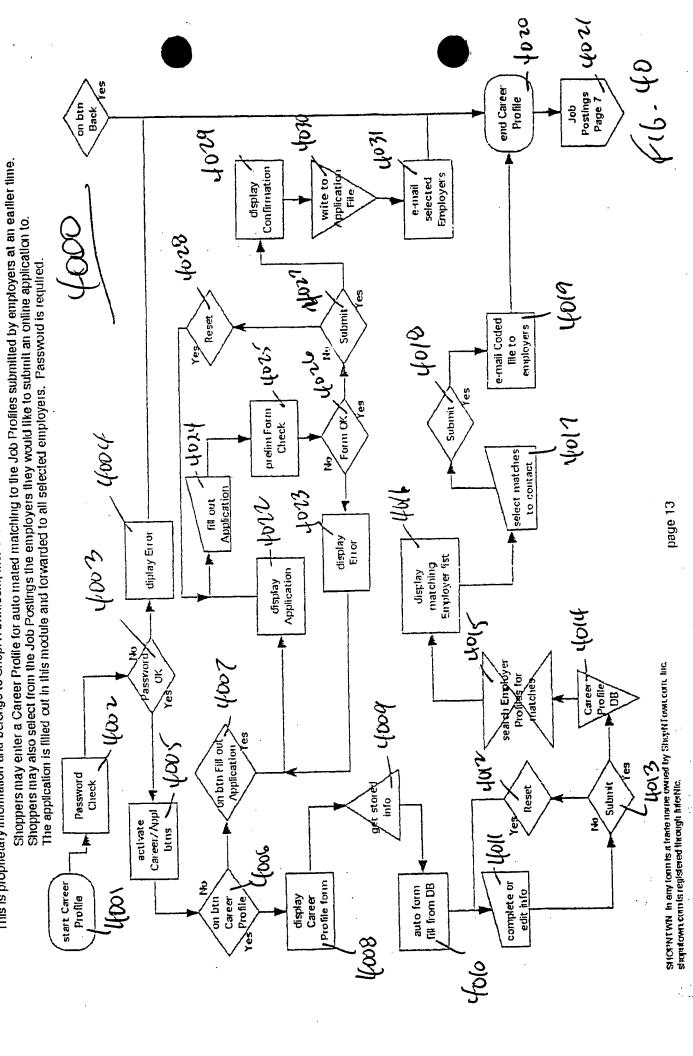
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The second e-mail is for the website developers to get their password and agent number. When this e-mail is click on it will open a password page that can't be reached through SNT. This will be hidden from the public and only invited persons will gain access. Website Agents will be sent 2 e-mails, one with information about ShopNTown and when it is clicked on will bring them to ShopNTown's Home Page.



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Town specific operations

return to Page 2

select Items To List w/links

display list and links

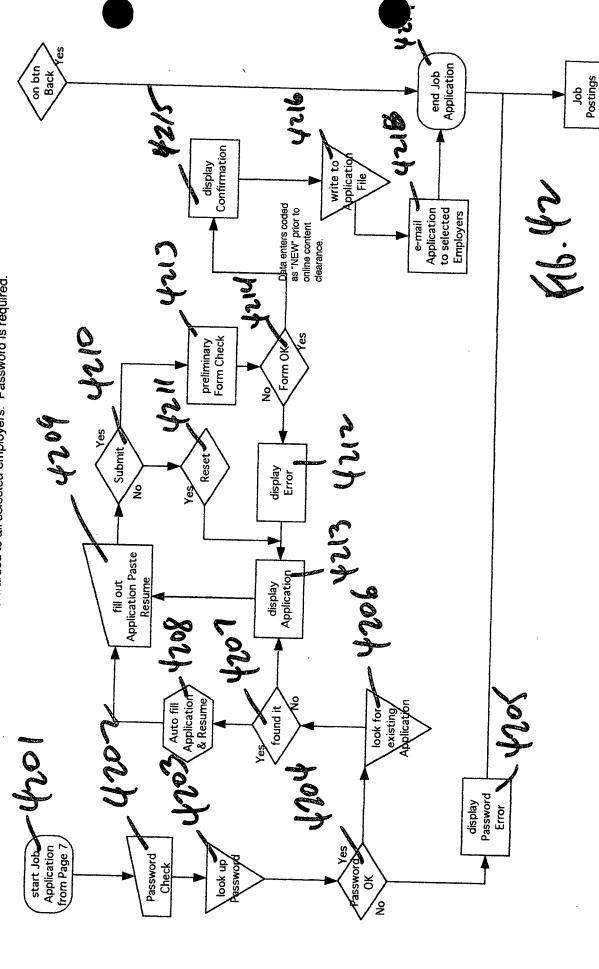
About Dur

About Our Town

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Shoppers may enter fill out an application and attach a Resume by pasting it in. Shoppers may also select from the Job Postings the employers they would like to submit an online application to.

The application is filled out in this module and forwarded to all selected employers. Password is required.



Page 7

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Events are listed in groupings by category. Events will be anchored by category and moved by scroll bar. Events may be viewed by anyone free. The posting runs for a set number of days determined by SNT and is automatically deleted.

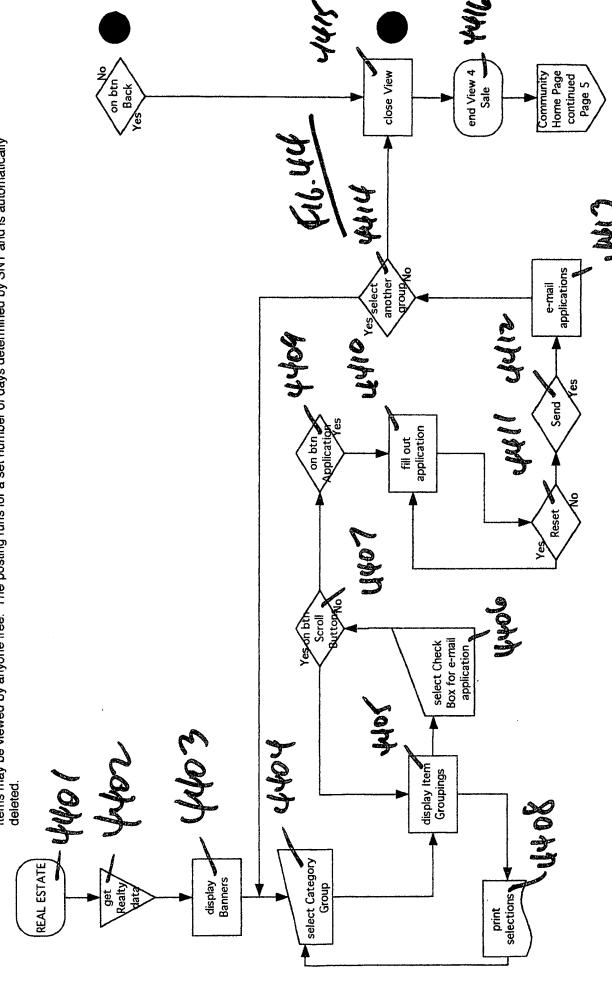
Community Home Page continued Page 5 N S end View 4 close View on btn Sale 6% return from Maps Page 31 on btn stroil 63 Maps select Category display Item Groupings Event Listings BANNERS DISPLAY Group Scroll get EVENT get Maps Page 31 print Selections

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Items listed in Real Estate are listed in grouping by category. Items will be anchored by category and moved by scroll bar. Items may be viewed by anyone free. The posting runs for a set number of days determined by SNT and is automatically

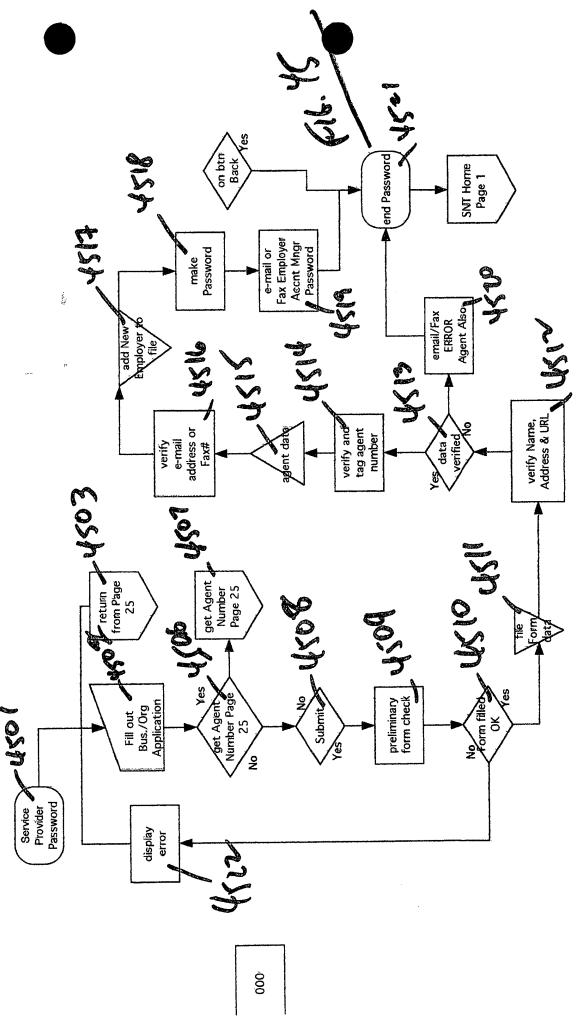


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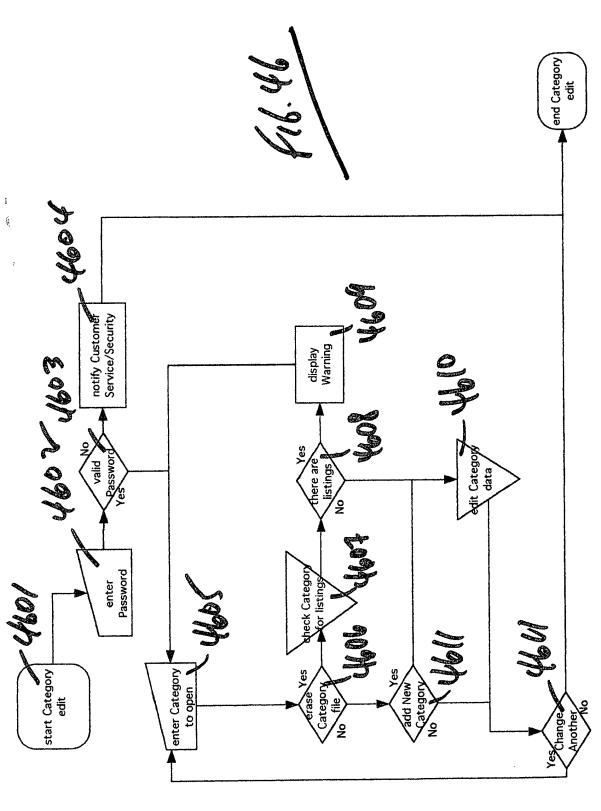
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Service Providers may be or may not listed in ShopNTown directories. They can promote theirs' and others' businesses with Coupons, Banners and Extended Services or Community Directories. If they have a web page and enter the URL on the form they will have a complete Account Manager Job Listings. They must have e-mail or Fax Machine and be able to apply online for their password. Without a web site URL they can't access like any merchant.

Service providers includes: Ad Agencies, Employment Agencies, Coupon Resellers, PR Firms, Event Bookers and other business promoters.

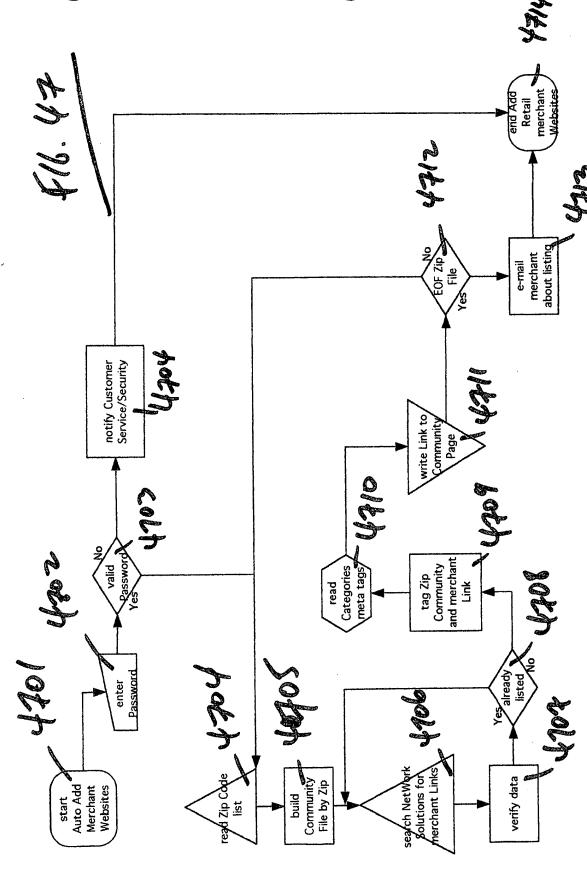


Community information can be added via this module. Most common use is to auto load school, library, municipal lists.

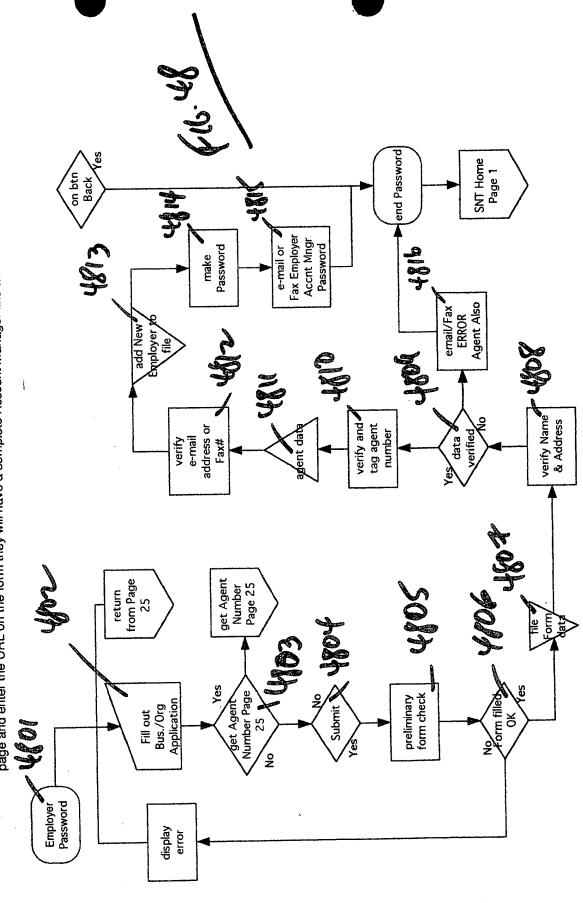


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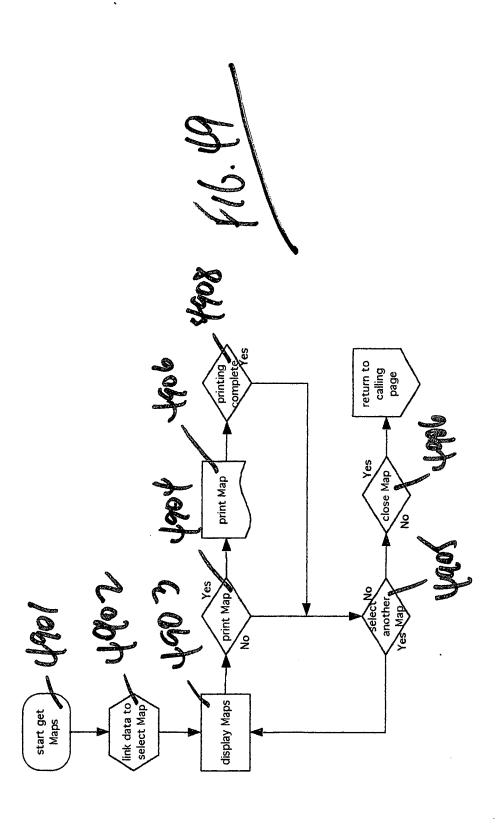
If needed merchant URL's will be searched, verified, and automatically listed. Depending on response we may do this periodically or we may not need it at all.



or use Job Listings to find employees. They must have e-mail or Fax Machine and be able to apply online Outside Employers not listed in ShopNTown directories to promote their business may still offer Coupons for their password. The password will allow them into an Employer Job Listing Page. If they have a web page and enter the URL on the form they will have a complete Account Manager like any merchant.

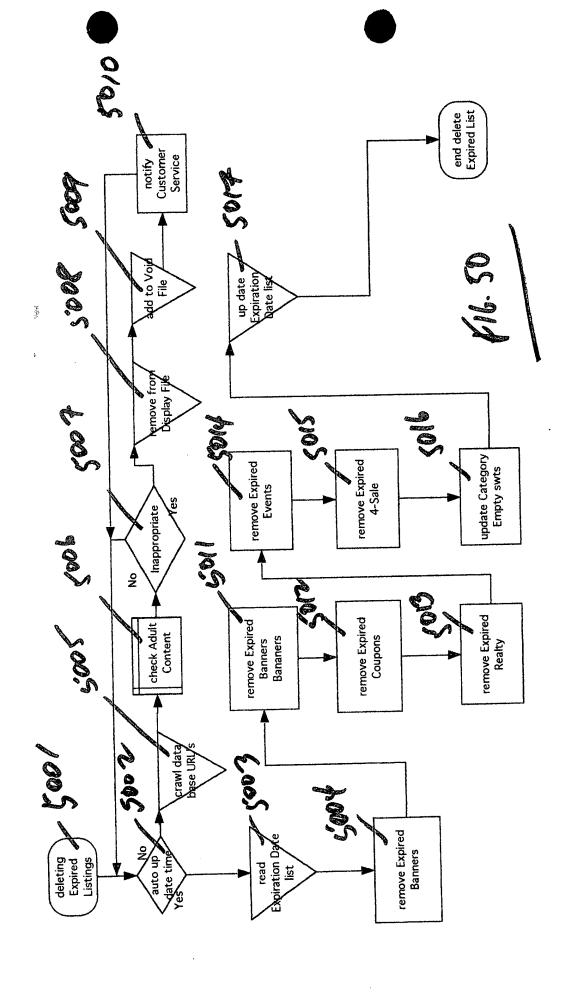


Maps supplied by third party.



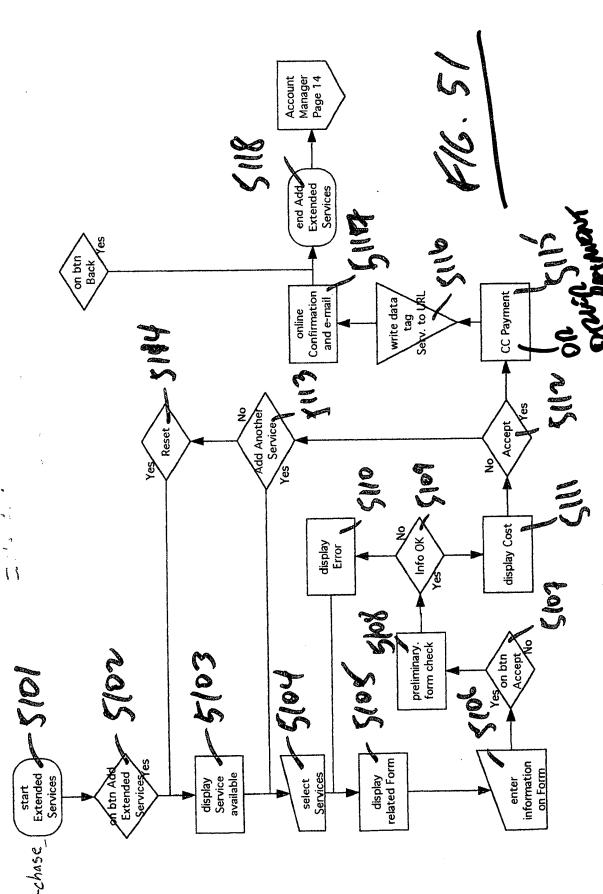
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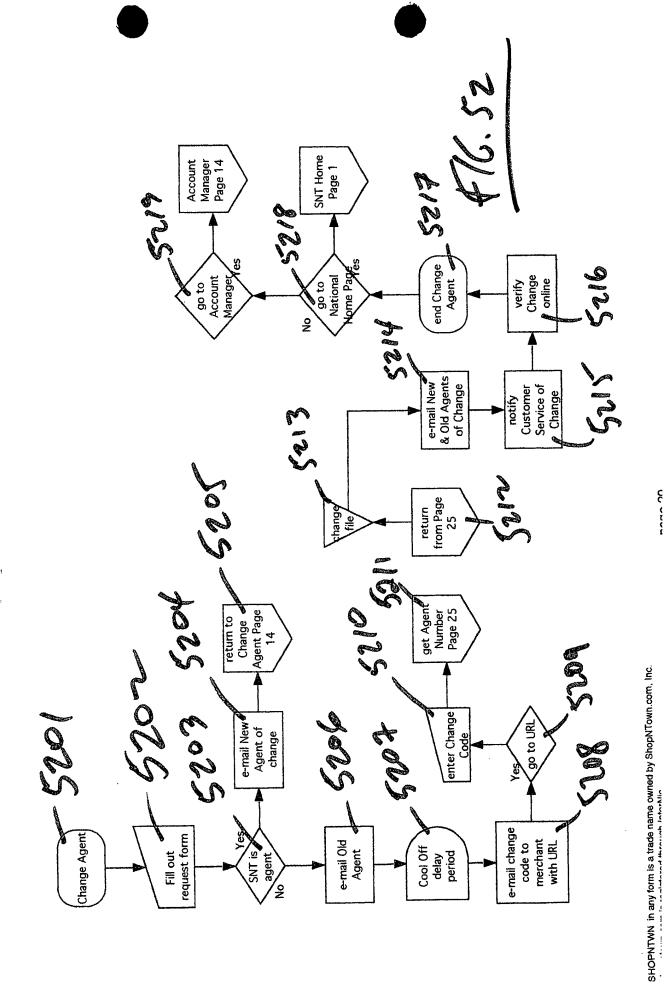
Automatic timed expirations are done daily. If effected categories are made empty by removal of expired information the related category buttons are set to dim and made inactive so empty final categories can't be selected.



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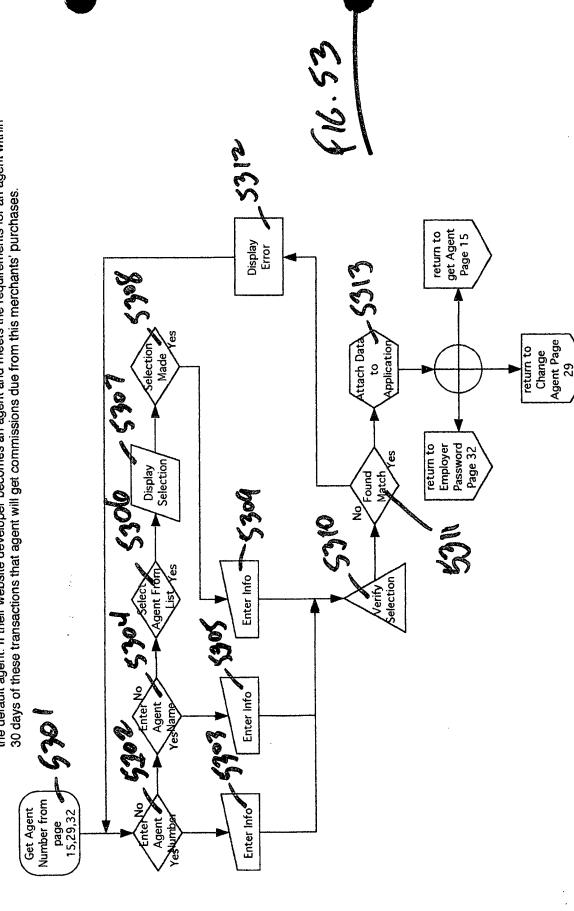
Extended Services allow a static website to be interactive with a choice of added services like; Scheduling, Credit Card Transactions, Menu, Fax Orders, Ticket Sales, and News Letter to name a few.

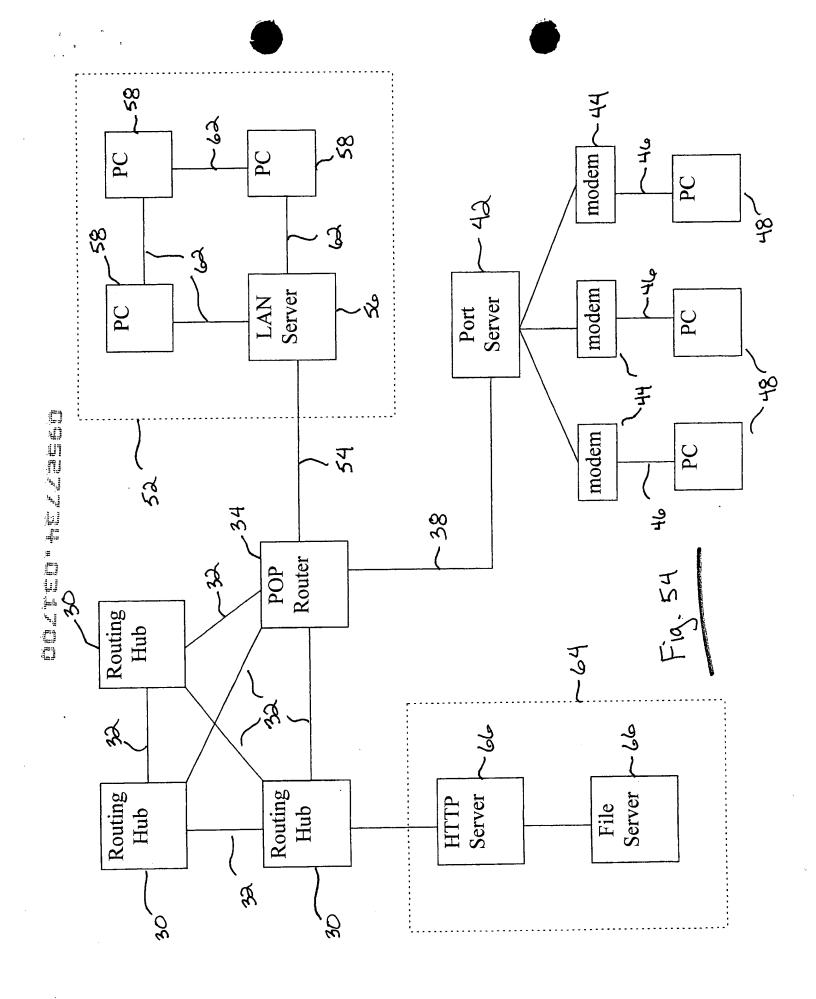




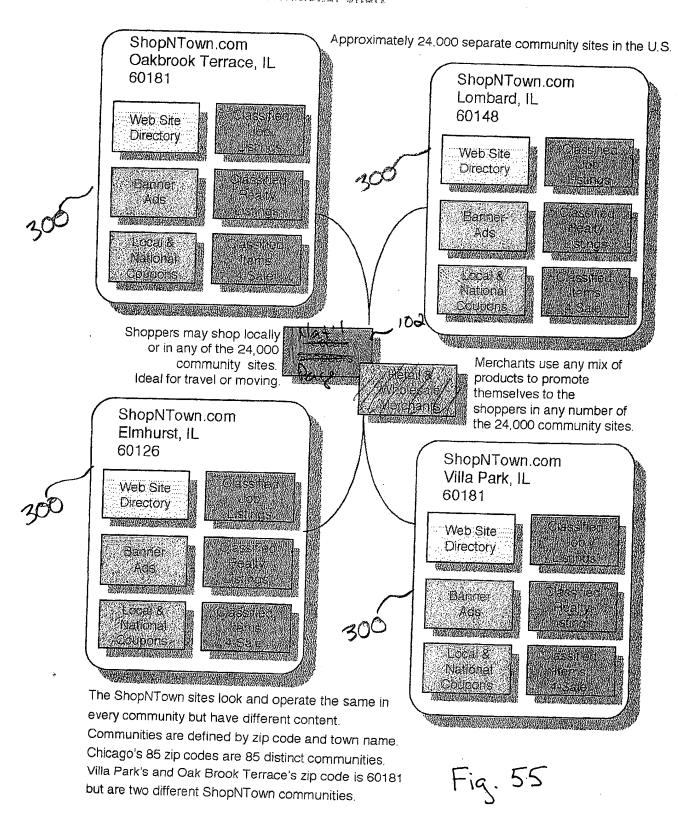
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Merchants and Organizations select agents from the website developers available or ShopNTown.com becomes the default agent. If their website developer becomes an agent and meets the requirements for an agent within 30 days of these transactions that agent will get commissions due from this merchants' purchases.



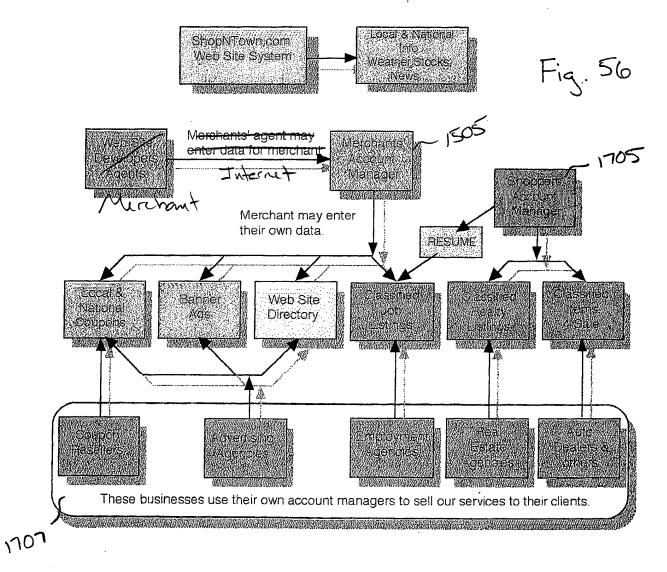


Relational Chart



Data Entry Chart Data Entry Chart

The "Automated Entry System" handles all data input. The "arrows" show direction of data flow for that product.



Reference Point - Page 21, Operations, Corporate Command Center, Par. 3